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- and -

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SCOTT A. ZUBER, ESQ. (SZ-9728)
HERBERT K. RYDER, ESQ. (HR-5137)

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:

LEHMAN BROTHERS HOLDINGS, INC., *et al.*,

Debtors.

Chapter 11

Case No. : 08-13555 (JMP)

(Jointly Administered)

In re:

**LEHMAN BROTHERS SPECIAL FINANCING
INC.**

Debtor.

Chapter 11

Case No. : 08-13888 (JMP)

(Jointly Administered)

**AMENDED NOTICE OF PARTIAL TRANSFER OF CLAIM OTHER THAN FOR
SECURITY, PURSUANT TO FED. R. BANKR. P. 3001(e)(2)**

A CLAIM HAS BEEN FILED IN THIS CASE, or has been deemed filed under 11 U.S.C. § 1111(a), by UBS AG (the "Transferor"), against Lehman Brothers Special Financing Inc., in the amount of \$459,805,749.49, which has been designated as Claim No. 15325 (the "Claim"). Assignee (as that term is defined below) hereby gives notice pursuant to Rule 3001(e)(2), Fed. R. Bankr. P., of the transfer, other than for security, of \$35,000,000.00 of the principal amount of the Claim (the "Transferred Claim"). Assignee hereby files this notice to amend the notice filed on December 17, 2009 (Document Number 6275 on the case docket), to reflect changes and additions to the noticing addresses. A copy of the Evidence of Transfer of Claim (the "Evidence of Transfer") is attached hereto as Exhibit "A" and is incorporated by reference.

Name of Assignee:

SPCP Group, L.L.C., as agent for
Silver Point Capital Fund, L.P. and
Silver Point Capital Offshore Fund, Ltd.

**Names and Addresses where notices
to Assignee should be sent:**

Adam J. DePanfilis
Silver Point Capital, LP
660 Steamboat Road
Greenwich, CT 06830

With a copy to:

Day Pitney LLP
7 Times Square
New York, New York 10036
Attn: Ronald S. Beacher, Esq.
Telephone (212) 297-5812

**Name and Address where
Assignee payments should be sent:**

SPCP Group, L.L.C.
Two Greenwich Plaza
Greenwich, Connecticut 06830
Attn: Brian A. Jarman
Telephone: (203) 542-4032

Name of Transferor:

UBS AG

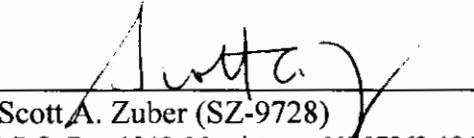
**Name and Address where notices
to Transferor should be sent:**

UBS AG
677 Washington Boulevard
Stamford, CT 06901
Attn: Burt Fuqua

The Transferor has waived its right, pursuant to Fed. R. Bankr. P. 3001 (e)(2), to receive from the Clerk of the Court notice of filing of the Evidence of Transfer and its right to object to such transfer within the twenty (20) day period. The Transferor has stipulated that: (i) an order may be entered recognizing the transfer of the Claim as an unconditional transfer; and (ii) the Assignee is the valid owner of the Claim.

Dated: New York, New York
February 12, 2010

DAY PITNEY LLP

By: 

Scott A. Zuber (SZ-9728)

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*Attorneys For SPCP Group, L.L.C., As Agent For
Silver Point Capital Fund, L.P. And Silver Point
Capital Offshore Fund, Ltd.*

Exhibit A

EVIDENCE OF TRANSFER OF CLAIM

TO: Clerk, United States Bankruptcy Court, Southern District of New York

UBS AG, a bank organized under the laws of Switzerland, with offices located at 677 Washington Boulevard, Stamford, CT ("Seller"), for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged and pursuant to the terms of a Transfer of Claim Agreement dated as of the date hereof, does hereby certify that it has unconditionally and irrevocably sold, transferred and assigned to SPCP Group, L.L.C., as agent for Silver Point Capital Offshore Fund, Ltd., its successors and assigns, with offices located at Two Greenwich Plaza, Greenwich, CT ("Buyer"), a ratable portion equal to \$35,000,000 of all right, title and interest in and to the claims of Seller against LEHMAN BROTHERS SPECIAL FINANCING INC., docketed as Claim No. 0000015325 (the "Claim") in the United States Bankruptcy Court, Southern District of New York, Case No. 08-13555 (JMP) (jointly administered).

Seller hereby waives any notice or hearing requirements imposed by Rule 3001 of the Federal Rules of Bankruptcy Procedure, and stipulates that an order may be entered recognizing this transfer and sale of the Claim as an unconditional assignment and sale and Buyer herein as the valid owner of the Claim. You are hereby requested to make all future payments and distributions, and to give all notices and other communications, in respect to the Claim to Buyer.

IN WITNESS WHEREOF, dated as of the 15th day of October, 2009.

UBS AG

WITNESS:

(Signature)

Name: Kiye Sakai
Title: Executive Director and Counsel
(Print name and title)
Region Americas Legal
Fixed Income Section

By: _____
(Signature of authorized corporate officer)

Name: James E. ...
Title: Managing Director and Counsel
Tel.: _____